

**PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA
COMMISSION DIRECTIVE**

ADMINISTRATIVE MATTER	<input type="checkbox"/>	DATE	<u>June 13, 2012</u>
MOTOR CARRIER MATTER	<input type="checkbox"/>	DOCKET NO.	<u>2011-158-E</u>
UTILITIES MATTER	<input checked="" type="checkbox"/>	ORDER NO.	<u>2012-473</u>

THIS DIRECTIVE SHALL SERVE AS THE COMMISSION'S ORDER ON THIS ISSUE.

SUBJECT:

DOCKET NO. 2011-158-E - Application Regarding the Acquisition of Progress Energy, Incorporated by Duke Energy Corporation and Merger of Progress Energy Carolinas, Incorporated and Duke Energy Carolinas, LLC - Discuss this Matter with the Commission.

COMMISSION ACTION:

In our Directive Order of May 23, 2012, this Commission established a schedule for the filing of verified testimony that updates this Commission on the impact of the events and filings since our hearing on December 12, 2011, namely, the potential impact of the revised mitigation measures proposed to FERC and commitments made due to those changes. In compliance with that Directive, the Applicants filed verified testimony on June 4, 2012. Subsequent to that filing, on June 8, FERC gave conditional approval on the revised mitigation measures and proposed business combination of the Applicants, and conditionally accepted the Applicants' Joint Dispatch Agreement (JDA), to be effective upon consummation of the proposed merger. FERC also required the Applicants to make a compliance filing of an updated JDA within 60 days of its Order. Thereafter, pursuant to the schedule set in this Commission's May 23 Order, The Electric Cooperatives of South Carolina, Central Electric Power Cooperative, Inc. and the Office of Regulatory Staff provided comment regarding the Applicant's June 4 supplemental testimony and the FERC approval. Today, June 13, the Applicants provided this Commission with a copy of the revised JDA to be submitted to FERC to satisfy the required compliance filing. Further, they indicated that verified testimony would be filed today "regarding the impact of the FERC Orders issued on June 8, 2012 on the JDA, the \$650 million guarantee of savings and the commitments made by the Applicants to the Office of Regulatory Staff in the memorandum dated May 17, 2012."

Based upon a review of the evidence presented to this Commission on December 12, 2011, including the Joint Dispatch Agreement (JDA); the Verified Additional Direct Testimony of Alexander J. Weintraub; the comments thereto; and the FERC rulings; I move that we find that additional oral testimony not be required and, therefore, no additional hearing be required at this time.

Regarding the additional verified testimony that Applicants are filing today, any responses to that testimony shall be filed by other parties no later than close of business (4:45pm) Friday, June 15.

Finally, I move that proposed orders, updated to address the developments discussed above, be filed with this Commission as soon as possible, but no later than close of business Friday, June 22.

PRESIDING: HowardSESSION: RegularTIME: 2:00 p.m.

	MOTION	YES	NO	OTHER
FLEMING	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
HALL	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	

HAMILTON	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
HOWARD	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
MITCHELL	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
WHITFIELD	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
WRIGHT	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Absent

MARC Conference in Des Moines, IA

(SEAL)

RECORDED BY: J. Schmieding

